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REGISTRATION NO. 8806-H
OCT 20 1981 - 10 02 AM
INTERSTATE COMMERCE COMMISSION

October 15, 1981

Mrs. Mildred Lee
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Mrs. Lee:

I have enclosed an original and three copies of the document described below to be recorded pursuant to Section 11303 of Title 49 U.S. Code.

This document is a Supplement, a secondary document dated June 19, 1981.

The primary document to which this is connected is recorded under Recordation #8806.

The names and addresses of the parties to the documents are as follows: Mortgagor - Evans Railcar Leasing Company, 2550 Golf Road, Rolling Meadows, IL 60008. Mortgagee - U.S. Bancorp, 309 S. W. Sixth Avenue, Portland, OR 97204.

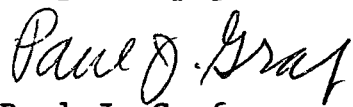
A description of the equipment covered by the document follows; 86 open top hoppers: RI 10000-100399, AAR #H250; RI 10023 & 10056, AAR #H250. 2 Steel Sheathed Boxcars: ROCK 57537 & 57576, AAR #B105. 2 Steel Sheathed Boxcars: RI 57534 & 57507, AAR #B105. 10 Steel Sheathed Boxcars: RI 59370, 59403, 59345, 59336, 59401, 59381, 59303, 59354, 59006, 59011, AAR #B105. 1 Steel Sheathed Boxcar: RI 50115, AAR #B105. 1 Steel Sheathed Boxcar: RR 487, AAR #B209.

A fee of \$30.00 covering this and other documents to be recorded is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to Paul J. Graf, Evans Products Company, 2550 Golf Road, Rolling Meadows, IL 60008.

A short summary of the document to appear in the index follows:

Supplement to Railroad Equipment Security Agreement between Evans Railcar Leasing Company, 2550 Golf Road, Rolling Meadows, IL 60008, as Mortgagor, and U.S. Bancorp, 309 S. W. Sixth Avenue, Portland, Oregon, 97204, as Mortgagee, dated June 19, 1981 and covering 86 open top hoppers, and connected to Railroad Equipment Security Agreement with Recordation #8806.

Very truly yours,


Paul J. Graf

PJG:sm

Enclosure

SUPPLEMENTAL AGREEMENT

RECORDATION NO. 8806-H
FWD 1425

OCT 20 1981 - 10 (11 AM)
INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL AGREEMENT dated as of June 19, 1981, is by and between U. S. Bancorp (hereinafter called the "Lender") and Evans Railcar Leasing Company, an Illinois corporation (hereinafter called the "Company").

WITNESSETH, that:

WHEREAS, the Lender and the Company (as successor to United States Railway Equipment Company) have executed and delivered with and to each other that certain Railroad Equipment Security Agreement dated as of April 15, 1977, (hereinafter called the "Agreement"); and

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission in accordance with 49 U.S.C. § 11303 and assigned Recordation No. 8806; and

WHEREAS, pursuant to Sections 2.2 and 2.3 of the Agreement, the Company has or will have sold, assigned and transferred to the Lender Substitute Equipment (as hereinafter defined) in substitution for certain Equipment which the Company desires to be released from Lender's lien (the "Released Equipment"); and

WHEREAS, the Company and the Lender desire to modify and amend the Agreement to release and delete therefrom the Released Equipment and to encumber thereby and substitute therefor the Substitute Equipment.

NOW, THEREFORE, in consideration of the promises, covenants and agreements hereinafter set forth, it is agreed by and between the parties hereto that:

1. The Agreement is hereby amended by releasing from the lien thereof and deleting from Schedule A thereof, the units of Equipment (herein called "Released Equipment") described in Exhibit A hereto.
2. The Agreement is hereby amended by subjecting to the lien thereof and adding to Schedule A thereof, the units of Equipment (herein called "Substitute Equipment") described in Exhibit B hereto. The aggregate cost to the Company of the Substitute Equipment is not less than the aggregate cost to the Company of the Released cars. The aggregate fair market value of the Substitution Equipment is not less than the aggregate fair market value of the Released Equipment. The Substitute Equipment was first put into service not earlier than January 1, 1974.
3. The term "Equipment" as used in the Agreement shall hereafter, for all purposes, include the Substitute Equipment and shall not hereafter include the Released Equipment.

4. The Company will promptly cause this Supplemental Agreement for the Substitute Equipment to be filed and recorded in accordance with 49 U.S.C. § 11303.
5. Except as amended and supplemented hereby, the Agreement shall remain unaltered and in full force and effect.

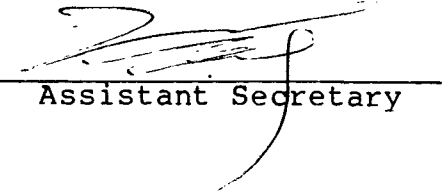
IN WITNESS WHEREOF, the parties hereto have caused this Supplemental Agreement to be duly executed as of the 19th day of June, 1981.

U. S. BANCORP

By



ATTEST:



Assistant Secretary

EVANS RAILCAR LEASING
COMPANY

By



ATTEST:



Assistant Secretary

STATE OF OREGON

CITY AND COUNTY OF PORTLAND (MULTNOMAH)

On this 10th day of July, 1981, before me personally appeared P.N. ROESKE and T.C. McCAMEY, to me personally known, who, being by me duly sworn, say tht they are a Vice President and an Assistant Secretary, respectively, of U. S. BANCORP, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporationi.


Notary Public

STATE OF ILLINOIS

COUNTY OF COOK

On this 24th day of August, 1981, before me personally appeared Paul R. Leak and Thomas L. Schoenbeck, to me personally known, who, being by me duly sworn, say that they are Vice President and Assistant Secretary, respectively of EVANS RAILCAR LEASING COMPANY, that one of the seals affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

EXHIBIT A

ISSUE AJ RELEASED EQUIPMENT

<u>QUANTITY</u>	<u>DESCRIPTION</u>	<u>CAR MARKINGS</u>
86	Open Top Hoppers	RI 100007 RI 100078 RI 100086 RI 100110 RI 100200 RI 100259 RI 100030 RI 100312 RI 100028 RI 100322 RI 100288 RI 10023 RI 100299 RI 100372 RI 100101 RI 100091 RI 100303 RI 100373 RI 100142 RI 100111 RI 100318 RI 100387 RI 100359 RI 100153 RI 100178 RI 100267 RI 100071 RI 100182 RI 100392 RI 100055 RI 100143 RI 100246 RI 100281 RI 100388 RI 100000 RI 100049 RI 10056 RI 100115 RI 100139 RI 100180 RI 100227 RI 100229 RI 100014 RI 100060 RI 100195

RI 100279
RI 100293
RI 100297
RI 100166
RI 100201
RI 100220
RI 100068
RI 100380
RI 100385
RI 100338
RI 100222
RI 100019
RI 100124
RI 100149
RI 100159
RI 100193
RI 100194
RI 100276
RI 100302
RI 100367
RI 100325
RI 100284
RI 100053
RI 100228
RI 100231
RI 100285
RI 100046
RI 100258
RI 100343
RI 100161
RI 100090
RI 100031
RI 100138
RI 100183
RI 100186
RI 100304
RI 100332
RI 100032
RI 100298
RI 100020
RI 100294

<u>QUANTITY</u>	<u>DESCRIPTION</u>	<u>CAR MARKINGS</u>
2	Steel Sheathed Boxcars	ROCK 57537 ROCK 57576
2	Steel Sheathed Boxcars	RI 57534 RI 57507
10	Steel Sheathed Boxcars	RI 59370 RI 59403 RI 59345 RI 59336 RI 59401 RI 59381 RI 59303 RI 59354 RI 59006 RI 59011
1	Steel Sheathed Boxcars	RI 50115
1	Steel Sheathed Boxcar	RR 487

EXHIBIT B

ISSUE AJ SUBSTITUTED CARS

<u>QUANTITY</u>	<u>DESCRIPTION</u>	<u>CAR MARKINGS</u>
10	100-ton 4780 c.f. covered hoppers	USLX 26527-26536